

THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY

1700 East Golf Road
Schaumburg, Illinois 60173-5860

Direct Dial: (708) 995-6819
Facsimile: (708) 995-6846



1956-C
September 6, 1995

Quth.
VIA FEDERAL EXPRESS

0100762009

Counterparts -
Mr. Vernon A. Williams
Secretary
Interstate Commerce Commission
12th and Constitution, N. W.
Washington, DC 20423

Re: The Atchison, Topeka and Santa Fe Railway Company
Recordation of Interim Use Agreement Termination dated as of
September 6, 1995, with Electro-Motive Division, General Motors
Corporation pertaining to an Interim Use Agreement dated as of
June 8, 1995, filed with the Interstate Commerce Commission on
July 5, 1995 at 11:13 a.m. Recordation No. 19516

SEP 9 1 03 PM '95
LICENSING BRANCH

Dear Mr. Williams:

Enclosed herewith please find an original and two (2) counterparts of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is an Interim Use Agreement Termination, a secondary document, dated as of September 6, 1995. The primary document to which this document is connected is recorded under Recordation No. 19516.

The name and addresses of the parties to this document are:

Lessor:

Electro-Motive Division, General Motors Corporation
9301 W. 55th Street
La Grange, Illinois 60525

Lessee:

The Atchison, Topeka and Santa Fe Railway Company
1700 East Golf Road
Schaumburg, Illinois 60173-5860

CNS\TR1995-1\CORR.3



Interstate Commerce Commission
Washington, D.C. 20423-0001

9/6/95

Office Of The Secretary

Craig N. Smetko
General Attorney
The Atchison, Topeka And Santa Fe
Railway Company
1700 East Golf Road
Schaumburg, Illinois 60173-5860

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of
the Interstate Commerce Act, 49 U.S.C. 11303, on 9/6/95 at 1:00PM, and
assigned recordation number(s). 19516-C.

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)

(0100762009)

\$ 21.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

19576 C

INTERIM USE AGREEMENT TERMINATION

This Interim Use Agreement Termination dated as of September 6, 1995, terminates the Interim Use Agreement dated June 8, 1995 ("Agreement") between The Atchison, Topeka, and Santa Fe Railway Company ("Railroad"), a Delaware corporation, and Electro-Motive Division, General Motors Corporation ("EMD"), a Delaware corporation.

WHEREAS, Railroad and EMD executed the Agreement which relates to the equipment described in Exhibit A hereto ("Locomotives");

WHEREAS, the Agreement was duly filed for recordation with the Interstate Commerce Commission ("ICC") pursuant to 49 U.S.C. Section 11303 on July 5th, 1995 at 11:13 a.m., Recordation No. 19516;

WHEREAS, the parties hereto desire to terminate and cancel the Agreement with respect to all of the equipment remaining thereunder and to record this termination and cancellation;

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt of which is acknowledged, Railroad and EMD agree as follows:


1. Railroad and EMD hereby terminate and cancel the Agreement with respect to all of the equipment thereunder, effective September 6, 1995.
2. The parties agree to record this Agreement with the ICC so as to release the lien constituted by the Agreement against all of the equipment thereunder.
3. This Agreement may be executed by the parties in one or more counterparts (or upon separate signature pages bound together in one or more counterparts) shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, Railroad and EMD have each caused this Termination Agreement to be duly executed by their authorized officers as of the day and year first above written.

THE ATCHISON, TOPEKA AND
SANTA FE RAILWAY COMPANY

By: 
Title: L. STEVEN VOLLMER
Assistant Vice President-Finance

ELECTRO-MOTIVE DIVISION
GENERAL MOTORS CORPORATION

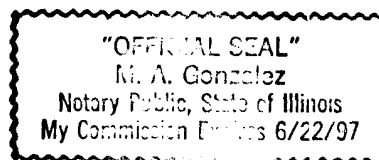
By: 
Title: Director of Treasury & Finance
Assistant Secretary

State of Illinois)
) ss.
County of Cook)

On this 6th day of September, 1995, before me personally appeared Keith A. McCann~~less~~, to me personally know, who, being by me duly sworn, did say that he is an Assistant Secretary of Electro-Motive Division, General Motors Corporation, that the instrument was signed on behalf of such corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

M. A. Gonzalez
NOTARY PUBLIC

My Commission expires:



State of Illinois)
) ss.
County of Cook)

On this 31st day of August, 1995, before me personally appeared L. Steven Vollmer, to me personally known, who, being by me duly sworn, did say that he is the Assistant Vice President - Finance of The Atchison, Topeka and Santa Fe Railway Company, that the instrument was signed on behalf of such corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

Lois M. Melkovitz
NOTARY PUBLIC

My Commission expires:



EXHIBIT A

<u>NUMBER OF UNITS</u>	<u>DESCRIPTION OF EQUIPMENT</u>	<u>ROAD NUMBERS</u>
26	Model SD75M, 4300 HP 6-Axle, 6-Motor Turbo-charged Diesel Electric Locomotives	225 - 250, inclusive

Mr. Vernon A. William
September 6, 1995
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The equipment covered by this Interim Use Agreement Termination consists of eleven (11) Electro-Motive Division, General Motors Corporation Diesel Locomotives bearing Road Nos. 240 to 250, inclusive, being all of the equipment remaining under the Interim Use Agreement.

For the convenience of the parties, I have enclosed two (2) additional counterparts of the Interim Use Agreement Termination which I would like to have returned to me bearing the recordation information.

Enclosed please find a check for payment of the Commission's prescribed recordation fee.

A short summary of the enclosed document to appear in the Commission's Index is:

Secondary Document

Interim Use Agreement Termination dated as of September 6, 1995, between Electro-Motive Division, General Motors Corporation ("Lessor") and The Atchison, Topeka and Santa Fe Railway Company ("Lessee") pertaining to an Interim Use Agreement dated as of June 8, 1995, filed with the Interstate Commerce Commission on July 5, 1995 at 11:13 a.m., Recordation No. 19516, terminating the Interim Use Agreement as to all of the equipment remaining under the Interim Use Agreement.

If you have any questions or comments concerning this request, please contact me.

Very truly yours,



Craig N. Smetko
General Attorney

CNS:cns
Enclosures